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Melissa M. Krueger (Bar No. 021176)

Linda J. Benally (Bar No. 022853)

Pinnacle West Capital Corporation

400 North 5th Street, MS 8695

Phoenix, Arizona 85004

Tel: (602) 250-3630

Fax: (602) 250-3393

E-Mail: Melissa.Krueger@pinnaclewest.com

Linda.Benally@pinnaclewest.com

Attorneys for Arizona Public Service Company

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AZ CORP COMMISSION
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BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

SUSAN BITTER SMITH, Chairman

BOB STUMP

ROBERT L. BURNS

DOUG LITTLE

TOM FORESE

IN THE MATTER OF THE
APPLICATION OF ARIZONA PUBLIC
SERVICE COMPANY, PURSUANT TO
ARIZONA REVISED STATUTE § 40-
252, FOR AN AMENDMENT OF
ARIZONA CORPORATION
COMMISSION DECISION NO. 70850.

DOCKET NO. L-00000D-08-0330-00138

**INITIAL POST-HEARING BRIEF
OF
ARIZONA PUBLIC SERVICE COMPANY
ON
AMENDMENT OF ARIZONA CORPORATION COMMISSION
DECISION NO. 70850**

March 6, 2015

Arizona Corporation Commission

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1 **I. INTRODUCTION**

2 The Arizona Corporation Commission approved in Decision No. 70850 (March
3 17, 2009) a Certificate of Environmental Compatibility (“CEC”) authorizing Arizona
4 Public Service Company (“APS” or “Company”) to build approximately 39 miles of
5 500/230kV transmission line originating at the Sun Valley substation and terminating at
6 the Morgan substation. Decision No. 70850 and the CEC are collectively referred to as
7 CEC 138. On July 17, 2014, APS filed an application to amend CEC 138 requesting a
8 term extension and corridor modifications in four locations. Three of the four corridor
9 amendments sought by APS are either supported or undisputed by the parties, and there
10 is no opposition by any intervenor to the request for an extension of the time to build
11 this project.

12 During the evidentiary hearing held on January 20 and 21, 2015, the only
13 contested issue involved the realignment of a four-mile section of the transmission
14 corridor from the Joy Ranch Road alignment to the Cloud Road alignment between 235th
15 Avenue and 211th Avenue (“ASLD Proposed Corridor”). At the evidentiary hearing,
16 SFI Grand Vista, LLC (“SFI”) was the only intervenor that opposed the ASLD Proposed
17 Corridor. The residents and land owners who live on or own land adjacent to Cloud
18 Road near 211th Avenue have provided public comment in opposition to the
19 realignment. At the close of the evidentiary hearing, the Judge encouraged the parties to
20 engage in settlement discussions in order to reach an amicable resolution regarding the
21 controverted ASLD Proposed Corridor. As discussed below in Section IV, the parties
22 have resolved the disputed issues. ASLD has proposed a minor modification to the
23 ASLD Proposed Corridor that SFI and the surrounding homeowners support.

24 **II. APS DEMONSTRATED THAT THERE REMAINS A STRONG NEED**
25 **FOR PROJECT.**

26 It is undisputed that this transmission project is important to APS’s customers.
27 This project completes the 500kV loop from the Palo Verde hub and is important to
28

1 future growth in the Northwest region of the Phoenix Metropolitan area. (*See* Rebuttal
2 Testimony of Richard Stuhan, APS Exhibit No. 2, at 8:6-9; Direct Testimony of
3 Margaret (Toby) Little, Staff Exhibit No. 1, Attachment TL-1 at 1.) This project will
4 increase the import capability to the Phoenix Metro area, increase the export capability
5 from the Palo Verde hub, and provide additional support and reliability for the entire
6 electrical system. (*See* Rebuttal Testimony of Stuhan, APS Exhibit No. 2, at Affidavit,
7 1:3; Direct Testimony of Little, Staff Exhibit No. 1, Attachment TL-1 at 4.) Richard
8 Stuhan, a Senior Siting Consultant with APS, testified that the project's "increased
9 import/export capability is important to APS and its customers." (*See* Stuhan, Tr. at
10 89:22-23.) In her direct testimony, Commission Staff witness Toby Little concluded
11 that "Having improved import capability into Phoenix from interconnection points
12 where natural gas fired generation enters the grid will be necessary should the State
13 become more dependent on gas-fired generation in the future." (*See* Direct Testimony
14 of Little, Staff Exhibit No. 1, Attachment TL-1 at 5.)

15 Although the timing of this project has changed, the need for this transmission
16 line remains as strong as when it was sited, if not stronger going forward. Ms. Little
17 testified that the need for the project could increase due to possible impacts of the
18 Environmental Protection Agency's proposed Rule 111(d).¹ (*See* Direct Testimony of
19 Little, Staff Exhibit No. 1, at Attachment TL-1 at 5.) Ms. Little concluded that it is
20 reasonable to expect that some scenarios involving adoption of proposed EPA Rule
21 111(d) could result in the curtailment of the import of coal-fired generation into the
22 Phoenix load pocket in favor of increased use of natural gas fired generation. (*See* Direct
23 Testimony of Little, Staff Exhibit No. 1, Attachment TL-1 at 5.)

24
25
26
27
28 ¹ Carbon Pollution Emission Guidelines for Existing Stationary Sources: Electric Utility Generating
Units, 70 Fed. Reg. 34,830 (proposed June 18, 2014) (to be codified at 40 C.F.R. pt. 60).

1 **III. THREE OF THE FOUR CORRIDOR AMENDMENTS AND THE CEC**
2 **TERM EXTENSION REQUESTED ARE EITHER SUPPORTED OR**
3 **UNDISPUTED BY COMMISSION STAFF AND INTERVENORS.**

4 The following three corridor amendments were either supported or undisputed by
5 the parties: (1) an approximate 0.7 mile section between 171st Avenue and 179th Avenue
6 south of State Route 74; (2) an area near Morgan substation; and (3) an area near the
7 Sun Valley substation. All three corridor amendments are supported by the ASLD and
8 the Commission Utilities Division Staff. (*See* Edelman, Tr. at 174:2-9; 4:1-4; Little, Tr.
9 at 347:3-9.) No intervenor has opposed these corridor modifications. (*See* Duncan, Tr.
10 at 250:12-17; Christensen, Tr. at 312:19-25, 313:1.) In addition, Commission Staff
11 recommends approval, and there is no opposition by any intervenor, of the request for an
12 extension of the time to build this project. (*See* Little, Tr. at 348:6-11; Direct Testimony
13 of Edelman/Adams, ASLD Exhibit No. 1, at 2:16-22; Christensen, Tr. at 313:2-3.)

14 Jennifer Frownfelter, APS's environmental consultant and a witness for APS,
15 concluded that these three corridor modifications are environmentally compatible. (*See*
16 Rebuttal Testimony of Jennifer Frownfelter, APS Exhibit No. 3, 3:24-28, 4:1-3.) These
17 three corridor amendments would not "materially affect the cost of the project because
18 the total number of towers and length of wire is essentially the same as what was
19 planned when the project was sited... Thus, I anticipate that the total cost impact of the
20 amendments would be negligible." (*See* Rebuttal Testimony of Stuhan, APS Exhibit
21 No. 2, at 5:9-19.) Staff's witness, Ms. Little, concurred with APS's conclusion that
22 considering the "net result of the entire application, the cost is negligible." (*See* Little,
23 Tr. at 358:10-11.)

24 **IV. PARTIES AMICABLY RESOLVED THE ONLY CONTROVERTED**
25 **ISSUE IN THIS CASE: THE ASLD PROPOSED CORRIDOR.**

26 After the evidentiary hearing concluded, the ASLD proposed a new alternative
27 route to modify, in part, the ASLD Proposed Corridor included in APS's Application to
28 Amend. ASLD's proposed alternative is a 1,500 foot wide corridor that angles in a
29 northeast direction beginning at the Cloud Road alignment near 218th Avenue and

1 extending to the Maddock Road alignment and 211th Avenue ("Revised ASLD Proposed
2 Corridor"). (See map attached as Exhibit A.) This new alternative route would help
3 mitigate the visual impacts to existing residences located south of the Cloud Road
4 alignment. The Revised ASLD Proposed Corridor would move the corridor farther north
5 of these homes, and as a result, no existing residence south of the Cloud Road alignment
6 would be within 1,000 feet of the Revised ASLD Proposed Corridor. With the Revised
7 ASLD Proposed Corridor, there would only be one residence within 1,500 feet. (See
8 Affidavit No. 2 of Jennifer Frownfelter, attached as Exhibit B, at ¶ 5.)

9 APS supports the Revised ASLD Proposed Corridor, which is depicted in the
10 map attached as Exhibit A. In addition, SFI and proposed intervenor West Cloud Road
11 Private Property Owners' Association also support the Revised ASLD Proposed
12 Corridor. Intervenors Diamond Ventures, Inc. and the City of Peoria have stated that
13 they have no position on this proposed corridor change as it does not impact their
14 respective interests. (See Post-Hearing Joint Statement of Position of Diamond Ventures
15 Inc. and City of Peoria in Lieu of Initial Brief, March 5, 2015.)


16 The Revised ASLD Proposed Corridor, which remains entirely on State Trust
17 Land administered by the ASLD, is environmentally compatible. (See Exhibit B, at ¶ 5
18 and ¶ 8.) Biological resources and cultural resources along the original ASLD Proposed
19 Corridor and the Revised ASLD Proposed Corridor are similar in impacts and are
20 environmentally compatible. (See Exhibit B, at ¶ 6 and ¶ 7.) To the best of APS's
21 knowledge, all the affected parties are aware of this proposed change because they either
22 intervened or participated in the hearings and/or settlement discussions. The Revised
23 ASLD Proposed Corridor would minimally increase the cost of the project in the range
24 of \$250,000 and \$400,000 because this route would require two more turning structures.
25 (See Affidavit No. 2 of Richard Stuhan, attached as Exhibit C, at ¶ 4.) But in balance,
26 the public interest favors adopting the Revised ASLD Proposed Corridor.

1 V. CONCLUSION

2 The Company's Application to Amend CEC 138 should be granted in its entirety,
3 except that APS requests approval of the Revised ASLD Proposed Corridor reflected in
4 Exhibit A, rather than the original ASLD Proposed Corridor contained in APS's
5 Application. APS has demonstrated that the modifications increase safety, improve
6 operational flexibility, help ensure APS reliably meets the needs of its customers, and
7 are environmentally compatible. Without approval of the modifications, the transmission
8 line cannot be built. This would cause substantial uncertainty regarding the future of
9 this transmission line, may result in potential litigation, and could ultimately adversely
10 impact reliability and increase costs to APS customers. (See Rebuttal Testimony of
11 Stuhan, APS Exhibit No. 2, at 6:17-25.)

12 For the Judge's convenience, attached as Exhibit D, is a Proposed Form of Order
13 that describes the corridor modifications and the term extension.

14 RESPECTFULLY SUBMITTED this 6th day of March 2015.

15
16 By: 
17 Melissa M. Krueger
18 Linda J. Benally
19 Attorneys for Arizona Public Service
20 Company

21 ORIGINAL and thirteen (13) copies
22 of the foregoing filed this 6th day of
23 March 2015, with:

24 Docket Control
25 ARIZONA CORPORATION COMMISSION
26 1200 West Washington Street
27 Phoenix, Arizona 85007

28 Copies of the foregoing delivered and/or mailed
this 6th day of March 2015, to:

1 Janice Alward
2 Legal Division
3 Arizona Corporation Commission
4 1200 West Washington
5 Phoenix, AZ 85007

6 Scott Hesla
7 Administrative Law Judge
8 Arizona Corporation Commission
9 1200 W. Washington
10 Phoenix, AZ 85007

11 Charles Hains
12 Legal Division
13 Arizona Corporation Commission
14 1200 West Washington
15 Phoenix, AZ 85007

16 Court Rich, Attorney
17 Rose Law Group, P.C.
18 7144 East Stetson Drive, Suite 300
19 Scottsdale, AZ 85251

20 Steve Burg, Attorney
21 City of Peoria
22 8401 West Monroe Street
23 Peoria, AZ 85345

24 Charles W. & Sharie Civer
25 42265 North Old Mine Road
26 Cave Creek, AZ 85331-2806

27 Marta Hetzer
28 COASH & COASH, INC
1802 North 7th Street
Phoenix, AZ 85006

Arizona Corporation Commission
Lyn Farmer
1200 W. Washington
Phoenix, Arizona 85007-2927

Lawrence Robertson, Jr.
Attorney at Law
2247 East Frontage Road, Suite 1
P.O. Box 1448
Tubac, AZ 85646

John Foreman
Arizona Power Plant & Line Siting
Committee
Office of Attorney General
1275 West Washington
PAD/CPA - 2nd Floor
Phoenix, AZ 85007

Steve Olea
Utilities Division
Arizona Corporation Commission
1200 West Washington
Phoenix, AZ 85007

Michael Bailey
Office of the City Attorney
16000 North Civic Center Plaza
Surprise, AZ 85374

James T. Braselton
Gary L. Birnbaum
Dickinson Wright PLLC
1850 North Central Avenue, Suite 1400
Phoenix, AZ 85004

Thomas Campbell
Michael Hallam
Lewis and Roca Rothgerber LLP
201 East Washington Street, Suite 1200
Phoenix, AZ 85004

Dustin Jones
201 N. Central Avenue, Ste 3300
Phoenix, Arizona 85004

David Jacobs
Assistant Attorney General
177 North Church Avenue, Suite 1105
Tucson, AZ 85701

Andrew E. Moore
Andrew E. Moore Law Firm P.C.
207 N. Gilbert Road, #1
Gilbert, Arizona 85234

Scott McCoy
Earl, Curley & Lagarde, P.C.
3101 North Central Avenue, Suite 1000
Phoenix, AZ 85012

Jay Moyes
Moyes Sellers & Hendricks LTD
Viad Corporate Center
1850 North Central Avenue, Suite 1100
Phoenix, AZ 85004

Scott Wakefield, Attorney
Ridenour Hienton & Lewis, P.L.L.C.
201 North Central Avenue, Suite 3300
Phoenix, AZ 85004-1052

Ruben Ojeda, Manager
Arizona State Land Development
1616 West Adams Street
Phoenix, AZ 85007

Art Othon
8401 West Monroe Street
Peoria, AZ 85345

Robert Pizorno, Attorney
The Pizorno Law Firm PLLC
4800 North Scottsdale Road, Suite 6000
Scottsdale, AZ 85251

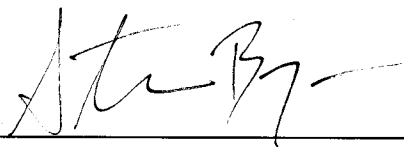
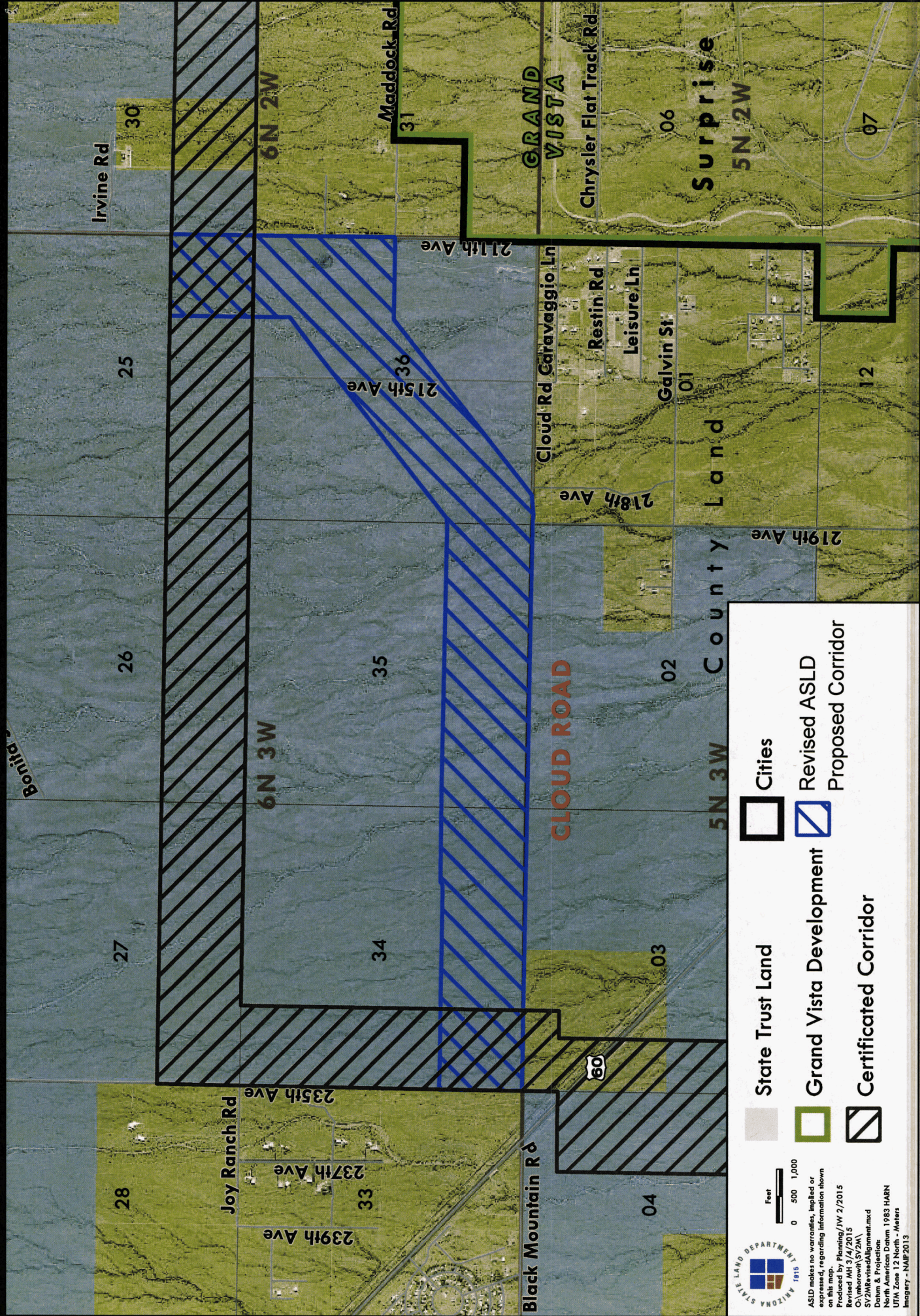


EXHIBIT A

SUN VALLEY TO MORGAN 500/230kV PROJECT - Revised ASLD Proposed Corridor

March 6, 2015



ASLD makes no warranties, implied or expressed, regarding information shown on this map.
 Produced by Planning/JW 2/2015
 Revised MH 3/4/2015
 C:\jehorowit\SV2M\SV2MRevisedAlignment.mxd
 Datum & Projection:
 North American Datum 1983 HARN
 UTM Zone 12 North - Meters
 Imagery - NAD 2013

State Trust Land

Grand Vista Development

Certificated Corridor

Cities

Revised ASLD Proposed Corridor

EXHIBIT B

STATE OF ARIZONA)
)ss.
COUNTY OF MARICOPA)

**AFFIDAVIT OF JENNIFER FROWNFELTER
CONCERNING REVISED ASLD PROPOSED CORRIDOR**

I, Jennifer Frownfelter, being duly sworn under oath, depose and state:

1. I am a Vice President for AECOM, formerly known as URS. I have personal knowledge of the facts set forth herein.
2. I served as Project Manager for the environmental studies prepared for the Certificate of Environmental Compatibility ("CEC") on behalf of Arizona Public Service Company ("APS") for Case No. 138 ("CEC 138"), the Sun Valley to Morgan 500/230kV Transmission Line Project (formerly TS5 to TS9 500/230kV Transmission Line Project) ("Project").
3. I provided testimony regarding the environmental compatibility of the Project for Arizona Public Service Company ("APS") during the Arizona Power Plant and Transmission Line Siting Committee hearings, and I am personally familiar with the Certificate of Environmental Compatibility issued by the Arizona Corporation Commission ("ACC") on March 17, 2009, in Decision No. 70850.
4. The Arizona State Land Department's revised proposed corridor ("Revised ASLD Proposed Corridor") modifies, in part, the original ASLD Proposed Corridor set forth in the Application to Amend by creating a 1,500-foot wide transmission line corridor that turns to the northeast from a point on the centerline of the Cloud Road alignment to a point north of the centerline of the Cloud Road alignment west of 211th Avenue near the Maddock Road alignment.
5. Like the ASLD Proposed Corridor, the Revised ASLD Proposed Corridor would be located on undeveloped State Trust Land and proximate to existing residential uses just south of the Cloud Road alignment near 211th Avenue. However, unlike the ASLD Proposed Corridor, the Revised ASLD Proposed Corridor would require locating

the transmission line corridor farther north, thereby increasing the distance between the existing residences and the transmission line corridor. There is only one residence within 1,500 feet of the Revised ASLD Proposed Corridor.

6. Biological resources along the original ASLD Proposed Corridor and the Revised ASLD Proposed Corridor are similar in vegetation and wildlife habitat value; therefore, similar impacts on biological resources would be anticipated from selecting the Revised ASLD Proposed Corridor.

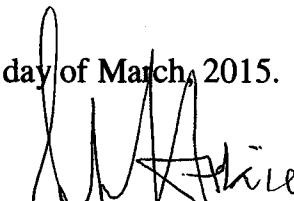
7. Cultural resources along the original ASLD Proposed Corridor and the Revised ASLD Proposed Corridor are anticipated to be similar in nature. Though the Revised ASLD Proposed Corridor has not been entirely surveyed, the results of nearby cultural resource surveys indicate the area has low cultural resource sensitivity with little potential for unrecorded archaeological or historical sites that would be eligible for the National Register of Historic Places. Therefore, similar impacts on cultural resources would be anticipated from selecting the Revised ASLD Proposed Corridor.

8. Since the environmental impacts would be similar to the impacts contemplated and approved in CEC 138, it is my expert opinion that the Revised ASLD Proposed Corridor would be environmentally compatible.

DATED this 6th day of March, 2015.


Jennifer Frownfelter

Sworn to and subscribed before me this 6th day of March, 2015.


Notary Public

My Commission expires:

1-17-2019

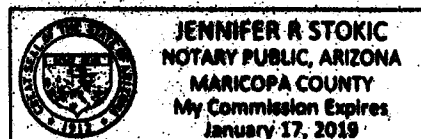


EXHIBIT C

STATE OF ARIZONA)
) ss.
COUNTY OF MARICOPA)

**AFFIDAVIT OF RICHARD STUHAN
CONCERNING REVISED ASLD PROPOSED CORRIDOR**

I, Richard Stuhan, being duly sworn under oath, depose and state:

1. I am a Senior Siting Consultant for Arizona Public Service Company ("APS" or "Company"). I have personal knowledge of the facts set forth herein.

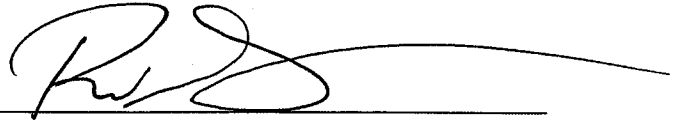
2. On March 17, 2009, in Decision No. 70850, the Commission approved a Certificate of Environmental Compatibility for APS to build the Sun Valley to Morgan 500/230kV Transmission Line Project ("CEC 138"). CEC 138 authorizes APS to build approximately 39 miles of 500/230kV transmission line originating at the Sun Valley substation (formerly TS5) and terminating at the Morgan substation (the "Project").

3. The Arizona State Land Department's proposed revised corridor ("Revised ASLD Proposed Corridor") modifies, in part, the original ASLD Proposed Corridor set forth in the Application to Amend filed by APS on July 17, 2014. The Revised ASLD Proposed Corridor varies from the ASLD Proposed Corridor primarily in the area northwest of the intersection of Cloud Road and 211th Avenue. The Revised ASLD Proposed Corridor is a 1,500-foot-wide corridor that extends for approximately 0.9 mile to the northeast from a point on the centerline of the Cloud Road alignment that is 0.1 mile to the east of the centerline of the 219th Avenue alignment to a point that is 0.5 mile north of the centerline of the Cloud Road Alignment (the Maddock Road Alignment) and 1,500 feet west of the centerline of the 211th Avenue alignment. The corridor width includes 1,500 feet perpendicular to and northwest of the described line.

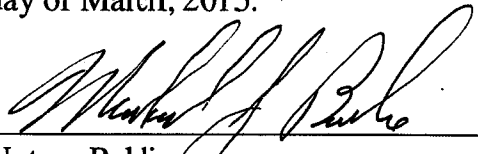
4. The Revised ASLD Proposed Corridor would satisfy the Project's infrastructure requirements. The transmission line placed within the Revised ASLD

Proposed Corridor would require approximately two more turning structures. This would result in an additional cost to the Project estimated between \$250,000 and \$400,000.

DATED this 6th day of March, 2015.


Richard Stuhan

Sworn to and subscribed before me this 6th day of March, 2015.


Notary Public

My Commission expires:

6-25-2018

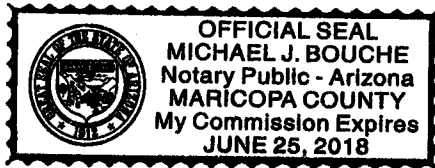


EXHIBIT D

REVISED

BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

SUSAN BITTER SMITH, CHAIRMAN
BOB STUMP
ROBERT L. BURNS
DOUG LITTLE
TOM FORESE

IN THE MATTER OF THE
APPLICATION OF ARIZONA PUBLIC
SERVICE COMPANY, PURSUANT TO
ARIZONA REVISED STATUTE § 40-
252, FOR AN AMENDMENT OF
ARIZONA CORPORATION
COMMISSION DECISION NO. 70850

DOCKET NO. L-00000D-08-0330-00138

**PROPOSED ORDER AMENDING
COMMISSION DECISION NO. 70850****Open Meeting****Date** _____**Phoenix, Arizona****BY THE COMMISSION:****FINDINGS OF FACT**

1. On March 17, 2009, in Decision No. 70850, the Commission approved a Certificate of Environmental Compatibility for Arizona Public Service Company ("APS" or "Company") to build a 39-mile-long 500/230kV transmission line between the Morgan and Sun Valley 500kV substations ("Project"), resulting in a continuous 500kV source from the Palo Verde hub to the northeast valley ("CEC 138").

2. On July 17, 2014, APS filed with the Arizona Corporation Commission ("Commission") a request to amend Commission Decision No. 70850 ("Application").

3. In its Application, APS requested that the Commission amend CEC 138 by authorizing relocation of a one-mile, north-south section of the corridor to 211th Avenue from 235th Avenue and a three-mile, east-west section of the corridor between 211th Avenue and 235th Avenue south one mile so that it runs along the southern border of the Arizona State Land Department ("ASLD") parcel rather than through the middle.

REVISED

1 ASLD requested this change to the certificated corridor in order to maintain a larger,
2 uninterrupted parcel of State Trust land to the south of State Route 74, so that it is more
3 suitable for master planning.

4 4. APS also requested that the Commission amend CEC 138 to expand the
5 corridor between 171st Avenue and 179th Avenue (south of State Route 74), so that the
6 corridor runs in straight alignment with the section line, thus eliminating the triangular
7 portion. This revision to CEC 138 would reduce the cost of the project since the
8 alignment would require fewer transmission structures, fewer turning structures, and the
9 need for less right-of-way for the Project and reduce the impact on State Trust lands.

10 5. APS also requested that the Commission amend CEC 138 to modify the
11 corridor near the Morgan substation for up to 0.8 mile along Cloud Road from the
12 existing Western Area Power Administration 230kV transmission corridor to the eastern
13 section line of Section 33 ("Section 33 Modification"). This Section 33 Modification
14 would allow APS the flexibility to design the connection into the substation more
15 efficiently, resulting in smaller right-of-way and a reduced number of turning structures.

16 6. APS also requested an expansion of the CEC 138 corridor to align with the
17 CEC 127 corridor. The corridor would start at the southern edge of the Sun Valley
18 substation site and end on the north side of the existing Central Arizona Project ("CAP")
19 canal (running north-south for approximately one mile) and extending up to 1,000 feet
20 east of the half-section lines in Sections 20 and 29. The corridor expansion of up to
21 1,000 feet is entirely within the CEC 127 certificated corridor. APS has already secured
22 the necessary easements and right of way to this land for the transmission line in CEC
23 127. This change has a variety of benefits, including: (i) avoiding crossing the CAP
24 canal in a location less favorable to the Central Arizona Water Conservation District
25 (CAP manager); (ii) co-locating the transmission lines in CECs 127 and 138, resulting in
26 them crossing the canal adjacent to and parallel with one another; and (iii)
27 accommodating efficient use of existing rights-of-way in that area.

REVISED

1 7. APS also requested that the Commission amend CEC 138 by extending its
2 term to allow APS five more years to March 17, 2021 to build the 500kV circuit and
3 eleven more years to March 17, 2030 to build the 230kV circuit.

4 8. On January 20 and 21, 2015, a full public hearing was convened, as
5 scheduled, with APS, ASLD, SFGI Grand Vista, LLC, Diamond Ventures, Inc., and
6 Commission Staff appearing through counsel.

7 9. After the close of the evidentiary hearing, ASLD proposed a revised
8 corridor to replace, in part, the ASLD Proposed Corridor included in APS's Application
9 to Amend CEC 138. The revised proposed corridor is a 1,500 foot wide corridor that
10 angles in northeast direction beginning at the Cloud Road alignment west of 218th
11 Avenue and extending to the Maddock Road alignment and 211th Avenue ("Revised
12 ASLD Proposed Corridor"). The ASLD, APS, SFI Grand Vista, LLC, and the proposed
13 intervenor West Cloud Road Private Property Owners' Association all support the
14 Revised ASLD Proposed Corridor. Diamond Ventures, Inc. and the City of Peoria have
15 indicated that they have no opposition to the Revised ASLD Proposed Corridor.

CONCLUSIONS OF LAW

16
17 1. The Commission has jurisdiction over Arizona Public Service Company
18 and the subject matter contained herein pursuant to Article XV of the Arizona
19 Constitution and A.R.S. §§ 40-252 and 40-360, *et seq.*

20 2. Notice of the proceeding has been given in the manner prescribed by law.

21 3. It is reasonable and in the public interest to amend Decision No. 70850 to
22 modify the certificated corridor in three separate locations on State Trust land; to modify
23 the certificated corridor near the Sun Valley substation by aligning the CEC 127 and
24 CEC 138 corridors for the 500kV and 230kV transmission lines; and to extend the term
25 of CEC 138 to allow APS five more years to March 17, 2021 to build the 500kV circuit
26 and eleven more years to March 17, 2030 to build the 230kV circuit.

27 4. The Commission, having reviewed and considered the Company's
28 Application to modify certain provisions in Decision No. 70850 and to extend time,

REVISED

1 concludes that it is in the public interest to approve the Company's proposed revisions to
2 CEC 138.

ORDER

3
4 Upon due consideration of this matter and notice and opportunity to be heard, the
5 Commission modifies Decision No. 70850 as follows:

6 **IT IS THEREFORE ORDERED** that Decision No. 70850 is modified as
7 follows:

- 8 1. At page 4, lines 3 through 6, substitute with the following language:
9 A 3,000 foot-wide corridor that extends north for approximately 1.0 mile,
10 from the southern edge of the Sun Valley Substation (TS5) to the north
11 side of the existing Central Arizona Project ("CAP") canal. The corridor
12 width includes 2,000 feet west and 1,000 feet east of the half-section line
13 in Sections 20 and 29, Township 4 North, Range 4 West.
- 14 2. At page 5, lines 13 through 15, substitute with the following language:
15 A 1,500 foot-wide corridor that extends north for approximately 0.2 mile
16 from U.S. 60 (Grand Avenue) and 235th Avenue to the Cloud Road
17 alignment. The corridor width includes 1,500 feet east of the centerline of
18 235th Avenue.
- 19 3. At page 5, beginning on line 16, add three new subsections as follows:
20 • A 1,500 foot-wide corridor that extends east along the Cloud Road
21 alignment for 2.1 miles from the centerline of the 235th Avenue
22 alignment to a point between 219th and 218th Avenues. The corridor
23 width includes 1,500 feet north of the centerline of the Cloud Road
24 alignment.
25 • A 1,500 foot-wide corridor that extends for approximately 0.9 mile to
26 the northeast from a point on the centerline of the Cloud Road
27 alignment that is 0.1 mile to the east of the centerline of the 219th
28 Avenue alignment (coincident with the point described above between

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219th and 218th Avenues, which is 2.1 miles east of the centerline of 235th Avenue) to a point that is 0.5 mile north of the centerline of the Cloud Road alignment (the Maddock Road alignment) and 1,500 feet west of the centerline of the 211th Avenue alignment. The corridor width includes 1,500 feet perpendicular to and northwest of the described line.

- A 1,500 foot-wide corridor that extends north along the 211th Avenue alignment for approximately 0.8 mile from the Maddock Road alignment to 1,500 feet north of the Joy Ranch Road alignment. The corridor width includes 1,500 feet west of the centerline of the 211th Avenue alignment.

4. At page 5, lines 16 through 19, substitute with the following language:

A 1,500 foot-wide corridor that extends east along the Joy Ranch Road alignment for 3.3 miles from 211th Avenue to approximately 0.3 mile east of the 187th Avenue alignment. The corridor width includes 1,500 feet north of the centerline of the Joy Ranch Road alignment.

5. At page 5, lines 20 through 24, substitute with the following language:

A corridor up to 2,640 feet wide that extends east along the Joy Ranch Road alignment for approximately 1.7 miles to the 171st Avenue alignment. The entire corridor is located south of the centerline of SR 74 and north of the centerline of the Joy Ranch Road alignment, with a maximum width up to 2,640 feet north of the centerline of the Joy Ranch Road alignment.

6. At page 5, lines 25 and 26, and at page 6, lines 1 through 4, substitute with the following language:

A 1,500 foot-wide corridor on the south side of SR 74 that extends east along the SR 74 for approximately 1.6 miles from 0.5 mile west of the 171st Avenue alignment to the 163rd Avenue alignment. The corridor

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width includes 1,500 feet south of the existing SR 74 centerline. The corridor excludes the property designated Village 'E' in the record (Exhibit DV-13, slide 7L) west of the centerline of the 163rd Avenue alignment and south of SR 74.

7. At page 7, lines 3 through 7, substitute with the following language:

A corridor up to 2,000 feet wide that extends southeast for approximately 1.0 mile adjacent to the existing Western Area Power Administration ("WAPA") 230kV transmission line corridor. The corridor width includes 2,000 feet west of the existing WAPA 230kV transmission line right-of-way corridor.

8. Page 7 is amended to insert a new subsection at line 8 as follows:

- A 2,640 foot-wide corridor that extends east for up to 0.8 mile along the centerline of the Cloud Road alignment from the existing Western Area Power Administration ("WAPA") 230kV transmission line corridor. The corridor width includes 2,640 feet north of the centerline of the Cloud Road alignment from the WAPA transmission line corridor to the eastern section boundary line of Section 33.

IT IS FURTHER ORDERED that Condition No. 3 is amended as follows:

This authorization to construct the 500kV circuit of the Project shall expire on March 17, 2021 and this authorization to construct the 230kV circuit of the Project shall expire on March 17, 2030, unless the specified circuit is capable of operation within the respective time frame; provided, however, that prior to either such expiration, the Applicant or its assignees may request that the Commission extend this time limitation.

IT IS FURTHER ORDERED that all other provisions in CEC 138 granted by Decision No. 70850 continue in effect to the extent applicable.

IT IS FURTHER ORDERED that this Decision shall become effective immediately.

REVISED

BY ORDER OF THE ARIZONA CORPORATION COMMISSION

CHAIRMAN

COMMISSIONER

COMMISSIONER

COMMISSIONER

COMMISSIONER

IN WITNESS WHEREOF, I, JODI JERICH,
Executive Director of the Arizona Corporation
Commission, have hereunto set my hand and
caused the official seal of this Commission to be
affixed at the Capitol, in the City of Phoenix, this
_____ day of _____, 2015.

JODI JERICH
Executive Director